

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION**

Whitney Main, Henry Schmidt, and Daniel Grentz, individually and as representatives of a class of similarly situated persons, and on behalf of the American Airlines, Inc., 401(k) Plan,

Case No. 4-16-cv-473-O

Plaintiffs,

v.

American Airlines, Inc., American Beacon Advisors, Inc., Pension Asset Administration Committee, Benefits Strategy Committee, Pension Benefits Administration Committee, and Employee Benefits Committee,

Defendants.

**PLAINTIFFS' MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION
SETTLEMENT**

Pursuant to Federal Rule of Civil Procedure 23 and Local Civil Rule 23.2, and this Court's Order dated June 30, 2017 (ECF No. 124), Plaintiffs Whitney Main, Henry Schmidt, and Daniel Grentz respectfully move this Court for an order (1) preliminarily approving the parties' Class Action Settlement Agreement (which is attached as Exhibit 1 to the accompanying Declaration of Kai Richter); (2) approving the proposed Settlement Notices and authorizing distribution of the Notices; (3) certifying the proposed Settlement Class; (4) designating Plaintiffs as Class Representatives; (5) designating Plaintiffs' counsel as Class Counsel; (6) scheduling a final approval hearing; and (7) granting such other relief as set forth in Plaintiffs' proposed Preliminary Approval Order submitted herewith (which is also attached as an exhibit to the Settlement Agreement). This motion is based on the accompanying Memorandum of Law; the contemporaneously-filed Declarations of Kai Richter, Whitney Main, Henry Schmidt, and Daniel Grentz; and all files, records, and proceedings in this matter.

Dated: July 7, 2017

Respectfully submitted,

/s/ Kai H. Richter

NICHOLS KASTER, PLLP

Kai H. Richter, MN Bar No. 0296545*

Carl F. Engstrom, MN Bar No. 0396298*

Paul Lukas, MN Bar No. 22084X*

Brandon T. McDonough, MN Bar No. 0393259*

Brock J. Specht, MN Bar. No. 0388343*

* admitted *pro hac vice*

4600 IDS Center, 80 S 8th Street

Minneapolis, MN 55402

Telephone: 612-256-3200

Facsimile: 612-338-4878

krichter@nka.com

cengstrom@nka.com

lukas@nka.com

bmcdonough@nka.com

bspecht@nka.com

KENDALL LAW GROUP, PLLC

Joe Kendall, Texas Bar No. 11260700

Jody Rudman, Texas Bar No. 00797356

3232 McKinney Avenue, Suite 700

Dallas, Texas 75204

214-744-3000 / 214-744-3015 (Facsimile)

jkendall@kendalllawgroup.com

jrudman@kendalllawgroup.com

ATTORNEYS FOR PLAINTIFFS

CERTIFICATE OF CONFERENCE

I hereby certify that I conferred with respective counsel of record for Defendants with respect to this motion. **Defendants do not oppose the motion as Parties to the Settlement Agreement.**

Date: July 7, 2017

/s/ Kai H. Richter

Kai H. Richter

CERTIFICATE OF SERVICE

I hereby certify that on July 7, 2017, a true and correct copy of **PLAINTIFFS' MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION SETTLEMENT** was served via CM/ECF to the parties registered to the Court's CM/ECF system.

/s/ Kai H. Richter

Kai H. Richter